

EXHIBIT 1

**ACTION OF THE BOARD OF DIRECTORS OF
CARIBBEAN GLAZE CORPORATION
BY UNANIMOUS WRITTEN CONSENT**

Pursuant to the authority contained in Article 4.01(E) of the Puerto Rico General Corporation Law, the undersigned, being all of the members of the Board of Directors of Caribbean Glaze Corporation, a Puerto Rico corporation (the "Corporation"), do hereby consent to and approve the following actions, in lieu of holding a meeting of the Board of Directors:

Declaration of Dividends

NOW, THEREFORE, BE IT RESOLVED, that the Corporation declare a dividend in the aggregate amount of \$5,300,000 to its sole shareholder, Glaze On Investment, Inc.

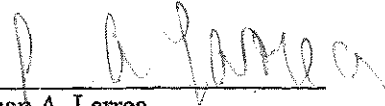
RESOLVED, that the declaration and payment of the aforesaid dividend in the aggregate amount of \$5,300,000 is contingent upon the declaration and payment by Glaze On Investment, Inc. of a similar dividend to its shareholders, including the deposit in escrow of the sum of \$848,000 of such dividend, as set forth in the Joint Action of the Board of Directors and Shareholders of Glaze On Investment, Inc. by Unanimous Written Consent dated as of the date hereof.

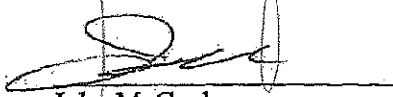
RESOLVED, that the officers of this Corporation, each acting singly, are hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolution.

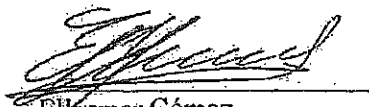
-2-

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors of the Corporation, have executed this unanimous written consent to action as of this 24th day of May, 2014.



F. Gerardo Larrea

Juan A. Larrea

John M. Cook

Ellysma Gómez

**JOINT ACTION OF THE BOARD OF DIRECTORS AND SHAREHOLDERS OF
GLAZE ON INVESTMENT, INC.
BY UNANIMOUS WRITTEN CONSENT**

Pursuant to the authority contained in Articles 4.01(E) and 7.17 of the Puerto Rico General Corporation Law, the undersigned, being all of the members of the Board of Directors and the Shareholders of Glaze On Investment, Inc., a Puerto Rico corporation (the "Corporation"), do hereby consent to and approve the following actions, in lieu of holding a meeting:

Declaration of Dividends

WHEREAS, Caribbean Glaze Corporation, a wholly owned subsidiary of the Corporation, had declared a dividend as of the date hereof in the aggregate amount of \$5,300,000 to the Corporation.

WHEREAS, the Board of Directors of the Corporation desires to similarly declare a dividend on the date hereof in the aggregate amount of \$5,300,000 to its shareholders.

WHEREAS, the following individuals are shareholders of the Corporation with equal participation among them: F. Gerardo Larrea, Juan A. Larrea, John M. Cook and Ellysma Gómez (the "Shareholders").

WHEREAS, there is presently a dispute and a pending civil action in the Court of First Instance, San Juan Part, Puerto Rico, No. K PE2013-5152 (505) among the Shareholders as to whether they own 100% of the Corporation or 84%, with the remaining 16% owned by the following individuals-interventors in the aggregate: Luis Arenas, Alex Cerda, Ivelisse Cordovés, Arturo Fernández, Felipe Flores, Gerardo Larrea French, María Larrea, Gilberto Marxuach, Jacobo Ortiz, Aniceto Solares, and Fernando Toro (collectively the "Individuals-Interventors").

-2-

WHEREAS, in order to facilitate the declaration and payment of a dividend by the Corporation notwithstanding the aforesaid dispute, the Corporation shall deposit in escrow with an escrow agent to be agreed upon (the "Escrow Agent"), 16% of such dividend (the sum of \$848,000) pending resolution of the Declaratory Judgement cause of action in Case No. K PE2013-5152 (505) of the Individuals-Interventors.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation declare a dividend in the aggregate amount of \$5,300,000.

RESOLVED, that of the aforesaid dividend of \$5,300,000 only the sum of \$4,452,000 shall be distributed at this time, as follows: (i) \$1,001,700 to each of the Shareholders; and (ii) \$445,200 to the Department of Treasury (Hacienda) to cover the corresponding 10% withholding taxes.


RESOLVED, that the remaining balance of the dividend of \$5,300,000, that is the sum of \$848,000, shall not be distributed at this time, but instead shall be deposited by the Corporation with the Escrow Agent for future distribution upon final resolution of the Declaratory Judgement cause of action in Case No. K PE2013-5152 (505).

RESOLVED, that the declaration and distribution of the aforesaid dividend in the aggregate amount of \$5,300,000 is contingent upon the Shareholders' and the Company's agreement to establish the Escrow Account reserving \$848,000 and the entry of a judgment dismissing the appeal with prejudice in KLAN-2014-0417.

RESOLVED, that the officers of this Corporation, each acting singly, are hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolution.

-3-

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors and the Shareholders of the Corporation, have executed this unanimous written consent to action as of this 24th day of May, 2014.


F. Gerardo Larrea


Juan A. Larrea


John M. Cook


Ellysmar Gómez